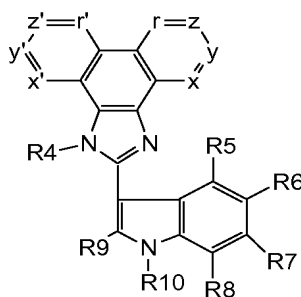


### **Amendments to the Claims**

This Listing of Claims will replace all prior versions and listings of the claims in this application. Please amend the claims as follows:

1.-24. (Canceled)

25. (Previously presented) A compound having the structural formula:



VI

or a salt thereof, wherein:

R4, R5, R6, R7, R8 and R9 are independently hydrogen, halogen, hydroxyl, thiol, lower alkyl, substituted lower alkyl, lower alkenyl, substituted lower alkenyl, lower alkynyl, substituted lower alkynyl, alkylalkenyl, alkyl alkynyl, alkoxy, alkylthio, acyl, aryloxy, amino, amido, carboxyl, aryl, substituted aryl, heterocycle, heteroaryl, substituted heterocycle, heteroalkyl, cycloalkyl, substituted cycloalkyl, alkylcycloalkyl, alkylcycloheteroalkyl, nitro, or cyano;

R10 is H, alkyl, substituted alkyl, alkenyl, substituted alkenyl, alkynyl, substituted alkynyl, aryl, substituted aryl, heteroaryl, substituted heteroaryl, or acyl;

x is CR11;

y is CR12;

z is CR13;

r is CR14;

x' is CR15;

y' is CR16;

z' is CR17;

r' is CR18;

R11, R12, R14, R15, R16 and R18 are independently hydrogen, halogen, hydroxyl, thiol, lower alkyl, substituted lower alkyl, alkenyl, alkylalkenyl, alkyl alkynyl, alkoxy, alkylthio, acyl, aryloxy, amino, amido, carboxyl, aryl, substituted aryl, heterocycle, heteroaryl, substituted heterocycle, heteroalkyl, cycloalkyl, substituted cycloalkyl, alkylcycloalkyl, alkylcycloheteroalkyl, nitro, or cyano; and

R13 and R17 are independently hydrogen, hydroxyl, thiol, lower alkyl, substituted lower alkyl, alkenyl, alkylalkenyl, alkyl alkynyl, alkoxy, alkylthio, acyl, aryloxy, amino, amido, carboxyl, aryl, substituted aryl, heterocycle, heteroaryl, substituted heterocycle, heteroalkyl, cycloalkyl, substituted cycloalkyl, alkylcycloalkyl, alkylcycloheteroalkyl, nitro, or cyano.

26. (Previously presented) The compound according to claim 25, wherein:

R11, R12, R14, R15, R16 and R18 are independently hydrogen, halogen, hydroxyl, thiol, lower alkyl, alkoxy, alkylthio, acyl, aryloxy, amino, amido, carboxyl, aryl, nitro, or cyano; and

R13 and R17 are independently hydrogen, hydroxyl, thiol, lower alkyl, alkoxy, alkylthio, acyl, aryloxy, amino, amido, carboxyl, aryl, nitro, or cyano.

27.– 41. (Canceled)

42. (Previously presented) A pharmaceutical composition comprising a compound according to claim 25, and a pharmaceutically acceptable carrier or diluent.

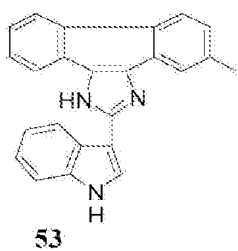
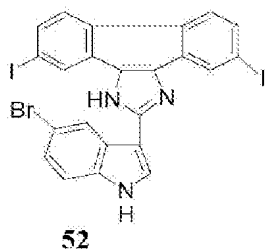
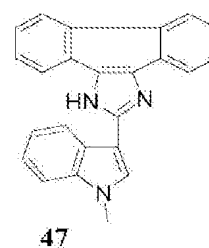
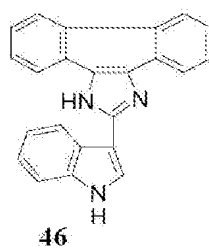
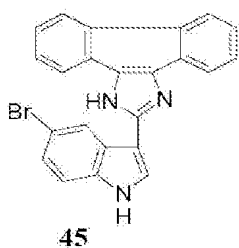
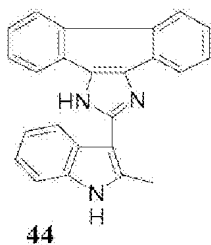
43. (Previously presented) The pharmaceutical composition according to claim 42, wherein said compound has structural formula VII.

44. (Canceled)

45. (Previously presented) The pharmaceutical composition according to claim 42, wherein said composition is a liposomal formulation.

46.– 73. (Canceled)

74. (Previously presented) The compound according to claim 25, wherein said compound is selected from:



75.– 78. (Canceled)

79. (Previously presented) The compound according to claim 25, wherein said compound is selected from compounds: **44**, **45**, **46**, or **53**.

80. (Canceled)

81. (Previously presented) An anti-microbial composition comprising an effective amount of one or more compounds according to claim 25, and a carrier, diluent or excipient.
82. (Canceled)
83. (Previously presented) The anti-microbial composition according to claim 81, wherein said anti-microbial composition is for inhibiting the growth and/or proliferation of a drug-resistant bacterium and said one or more compounds have anti-bacterial activity.
84. (Canceled)
85. (Previously presented) The anti-microbial composition according to claim 83, wherein said drug-resistant bacterium is methocillin-resistant *Staphylococcus aureus* cell or vancomycin-resistant *Enterococcus*.
86. (Canceled)
87. (Previously presented) The anti-microbial composition according to claim 81, wherein said composition is a liposomal formulation.
88. (Canceled)

89. (Previously presented) The anti-microbial composition according to claim 81, wherein said anti-microbial composition is formulated for incorporation into a cosmetic product, personal care product, cleanser, polish, paint, spray, soap, or detergent.
90. (Canceled)
91. (Previously presented) The anti-microbial composition according to claim 81, wherein said anti-microbial composition is an anti-bacterial composition and said one or more compounds have anti-bacterial activity.
92. (Canceled)
93. (Previously presented) The anti-microbial composition according to claim 91, wherein said anti-bacterial composition is capable of inhibiting the growth of one or more gram-positive bacteria.
94. (Canceled)
95. (Previously presented) The anti-microbial composition according to claim 91, wherein said anti-bacterial composition is capable of inhibiting the growth of one or more bacteria selected from the group of: *Enterococcus faecalis*, *Enterococcus faecium*, *Staphylococcus aureus* and *Staphylococcus epidermidis*.
- 96.-97. (Canceled)
98. (Previously presented) The antimicrobial composition according to claim 81, wherein said one or more compounds are selected from compounds: **44, 45, 46, 47, 52, or 53**.

99. (Previously presented) The antimicrobial composition according to claim 81, wherein said one or more compounds are selected from compounds: **44, 45, 46, or 53.**

100.-153. (Canceled)

154. (Previously presented) The compound according to claim 25, wherein:

R4 is hydrogen, lower alkyl or acyl;

R5, R6, R7, R8, and R9 are independently hydrogen, halogen, hydroxyl, thiol, lower alkyl, lower alkenyl, alkoxy, alkylthio, acyl, aryloxy, amino, amido, carboxyl, aryl, heterocycle, nitro, or cyano; and

R10 is H, lower alkyl, alkenyl, alkynyl, aryl, or acyl.

155. (Previously presented) The compound according to claim 25, wherein:

R4 is hydrogen or acyl;

R5, R6, R7, R8, and R9 are independently hydrogen, halogen, lower alkyl, amino, carboxyl, or nitro; and

R10 is H, lower alkyl or acyl.

156. (Previously presented) The compound according to claim 25, wherein:

R4 is hydrogen;

R5, R6, R7, R8, and R9 are independently hydrogen, halogen, or lower alkyl; and

R10 is H or lower alkyl.

157. (Previously presented) The compound according to claim 26, wherein:

R11, R12, R14, R15, R16 and R18 are independently hydrogen or halogen; and

R13 and R17 are hydrogen.